

# 4 Amending the LSA

## OVERVIEW



It is your responsibility to inform the FDIC of all new or changed information concerning your firm. This information includes, but is not limited to:

- Adding staff and/or offices
- Change in Federal Tax Identification Number (TIN)
- Merger or other ownership changes
- Law firm name changes
- Changes in service providers.

If your law firm information is not current, you may not be able to perform legal services for the FDIC. In addition, the FDIC may delay payment of your invoice if your information is not up-to-date. For example, if you would like an additional office to work on a matter, but you have not informed the FDIC, the FDIC may not award work to this office.

This chapter explains when you need to amend an LSA and provides the procedures for amending it.

*Be sure to keep your firm information current, so you are able to work for the FDIC.*

**This chapter gives you information on the following:**

- ⇒ Structural Changes
- ⇒ Steps for Amending Your LSA

**SCENARIO*****Why Would I Amend My LSA?***

Sandra Kim wants to assign staff in another office of her firm to work on an FDIC legal matter. She remembered reading in her **Outside Counsel Deskbook** that this requires amending the LSA, because these staff members were not listed on the LSA that the FDIC approved. She immediately asked her secretary to draft a letter requesting that the FDIC add the attorneys and paralegals in this additional office to the LSA. Her secretary found the appropriate form in the appendix of the Deskbook.

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**WHICH CHANGES  
REQUIRE  
AMENDING THE  
LSA?**

You may need to amend your LSA when a structural change occurs in your firm. If you are unsure whether or not you need to amend your LSA, contact the FDIC immediately.

***Structural Changes***

Structural changes in your firm may impact your relationship with the FDIC in areas such as conflicts of interest and malpractice insurance coverage; these changes may also impact the FDIC's fee bill payment process. Examples of law firm structural changes include:

- Firm dissolution
  - Merger or other ownership changes
  - New firm Federal TIN
  - Changes in organizational structure
  - Change from partnership to professional corporation
  - Law firm name change.
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## WHICH CHANGES REQUIRE AMENDING THE LSA? (cont.)

### **Structural Changes (cont.)**

After reviewing information that you submit concerning what appears to be a structural change (e.g., when you change your Federal TIN), the FDIC office that has entered into the LSA with you will determine what action is appropriate. See *Page 4-5* for details on submitting this information to the FDIC.

### *Adding and Changing Staff and/or Offices*

You must inform the FDIC in writing if you are adding personnel to a fee schedule. Submit a letter or complete the Amendment to the LSA form (see sample in Appendix E) when any attorney, paraprofessional, or other legal service providers on an FDIC matter(s) is added or removed. When completing the form, list only the individuals that you wish to add or remove.

*Have you added staff or offices to assist with an FDIC legal matter? If so, notify the FDIC in writing immediately.*

If an attorney who is responsible for any matter is *removed* from the list of legal service providers, you should provide the following additional information:

- Each case matter number for which the attorney was responsible
- New proposed law firm contact attorney for each matter.



**NOTE:** *If your firm has multiple offices, identify the office(s) in which the structural change occurred by entering the city and state in which the office is located on the Amendment to the LSA form.*

## WHICH CHANGES REQUIRE AMENDING THE LSA? (cont.)

### Structural Changes (cont.)

#### Change in TIN

Changing your TIN requires, at a minimum, submitting the Amendment to the LSA form (or submitting a letter). When this happens, the FDIC may permit you to continue handling existing assignments and may place your firm in “Restricted” status in their Legal Payment System until you have entered into a new LSA with the FDIC. In this situation, you will not be eligible to receive new referrals until you enter into a new LSA with the FDIC.



**NOTE:** *Structural changes that result in a new federal TIN may require a new application and the execution of a new LSA. Refer to the **Guide for Outside Counsel** for details.*



**WARNING:** *The Legal Division may transfer all matters you are currently handling to another firm, and expects to do so if you do not enter into a new LSA within 90 days from the date the FDIC receives notification of the new TIN.*

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## **WHICH CHANGES REQUIRE AMENDING THE LSA? (cont.)**

### **Steps for Submitting the Amended LSA Form**



The following are steps to submit the Amended LSA form. Of course, in lieu of the form, you may submit a letter to the FDIC with the information requested in the form.

1. Complete the Amendment to the LSA form (See sample in Appendix D).
2. If you are submitting a letter indicating the changes requiring an amendment, include the following information:
  - Firm ID
  - Old address and new address and/or old firm name and new firm name
  - Any changes in ownership designation
  - Firm contact name and telephone number for questions
  - New firm Federal TIN
  - Names of additional law firm staff.
3. If you are completing an Amendment to the LSA form:
  - a. Complete a separate form for each office of a multiple office firm. Enter the federal tax identification number, law firm name, and branch office location.

*These steps will assist you when amending your LSA.*

**WHICH CHANGES  
REQUIRE  
AMENDING THE  
LSA? (cont.)**

**Steps for  
Submitting the  
Amended LSA  
Form (cont.)**

- b. Make changes, as appropriate, to the law firm name, address, telephone number, fax number, and contact attorney.
- c. For each individual, type A to add or D to delete; provide the following information:
  - State License for Attorneys
  - Position
  - Years in Practice.
- d. If the individual has a minority status, type:
  - A for Asian American
  - B for Black American
  - H for Hispanic American
  - N for Native American.
- e. Type M for male or F for female in the gender column; type the standard rate, percent discount, and proposed FDIC rate.



**NOTE:** *You may attach continuation sheets if necessary to document changes to the LSA.*

- 4. Mail the letter or form to the office that issued the LSA (refer to Appendix F for a list of offices and addresses).

**WHICH CHANGES  
REQUIRE  
AMENDING THE  
LSA? (cont.)**

**Steps for  
Submitting the  
Amended LSA  
Form (cont.)**

5. Mail a photocopy of the letter or form to the Legal Division, Federal Deposit Insurance Corporation, Attn: Outside Counsel Unit, 550 17<sup>th</sup> Street, NW, Room H-10104, Washington, DC 20429-9990.
6. Send a copy of the letter or form to any other Legal Division office with which you do business.
7. The FDIC will notify you if they have approved the amended LSA. The updated information will be entered into the FDIC computer system. This will allow your new provider to begin billing and will allow you to perform future work without interruption or exception. You will receive a copy of the amended LSA form in the mail.



**NOTE:** *When submitting the Amendment to the LSA form or a letter, the Legal Division that entered into the LSA with you may elect to:*

- *Amend the existing LSA*
  - *Require you to enter into a new LSA*
  - *Take other actions to protect the interests of the FDIC.*
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**WHICH CHANGES  
REQUIRE  
AMENDING THE  
LSA? (cont.)****Checklist for the  
Amendment to the  
LSA Form or Letter**

Use the checklist below before submitting your Amendment to the LSA form (or letter) to the FDIC.



Has the Amendment to the LSA form been signed and dated by your firm's authorizing representative?



If you are submitting a letter documenting the changes that have occurred at your law firm, ensure that you have included:

- Firm ID
- Old address and new address and/or old firm name and new firm name
- Any changes in ownership designation
- Firm contact name and telephone number for questions
- New firm Federal Tax Identification number (TIN)
- Names of additional law firm staff.



If you are submitting an Amendment to the LSA form, have you:

- Completed a separate form for each office of a multiple office firm, if applicable
- Entered the TIN, law firm name, and branch office location



## WHICH CHANGES REQUIRE AMENDING THE LSA? (cont.)

### Checklist for the Amendment to the LSA Form or Letter (cont.)

- Made changes, as appropriate, to the law firm name, address, telephone number, fax number, and contact attorney
- Provided relevant information, including minority status if applicable, for each billable individual you are adding or deleting.



Have you made copies of the documentation?

## FREQUENTLY ASKED QUESTIONS



Below you will find answers to questions often raised by Outside Counsel when amending an LSA.

### Who is responsible for amending the LSA?

*As Outside Counsel, you are responsible for notifying the FDIC when a change requires completing an Amendment to the LSA form.*

### My firm and the FDIC Oversight Attorney have decided to replace a junior attorney with a partner for an FDIC legal matter. What do I need to do?

*If the partner is already on the LSA, you do not need to do anything. If the partner is not listed on the LSA, you need to submit a letter or complete an Amendment to the LSA form and submit it to the FDIC.*